

RAIL CONNECTION, INC.

RECORDATION NO. 26641 FILED

Post Office Box 800
737 Eleanor Industrial Park
Eleanor, West Virginia 25070

OCT 27 '06

12:28 PM

(V) 304.755.7083 ▼ (F) 304.755.7084

October 26, 2006

SURFACE TRANSPORTATION BOARD

Secretary
Surface Transportation Board
1925 K. Street, N.W.
Washington, D.C. 20423



Dear Sir:

Enclosed for recording with the Surface Transportation Board is a Memorandum of Railroad Equipment Lease Agreement dated October 20, 2006, including the following parties and railroad equipment.

Lessor:	Rail Connection, Inc. Post Office Box 800 Eleanor WV 25070
Lessee:	David J. Joseph Company 300 Pike Street Cincinnati OH 45202
Equipment:	15, Railcars APPX 5030 – 5051, not inclusive

Please record this agreement as a primary document. The filing fee of \$34 is enclosed.

Summary: Memorandum of Railroad Equipment Lease Agreement dated October 20, 2006, between Rail Connection, Inc. as Lessor and David J. Joseph Company as Lessee, including fifteen (15) railcars—APPX 5030 – 5051, not inclusive.

Sincerely,

Pixie L. Legg
Personnel Director & Policy Coordinator

:pl

Enclosures

ONE IS TWO

THREE

FOUR

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12-23 PM

MEMORANDUM OF
RAILROAD EQUIPMENT LEASE AGREEMENTS SURFACE TRANSPORTATION BOARD

This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE** ("Memorandum of Lease") entered into this 20th day of October, 2006, is intended to evidence the lease dated as of October 20, 2006 (the "Lease"), between **RAIL CONNECTION, INC.**, a West Virginia corporation ("Lessor"), and **THE DAVID J. JOSEPH COMPANY**, a Delaware corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the fifteen (15) railcars, which are described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

RAIL CONNECTION, INC.

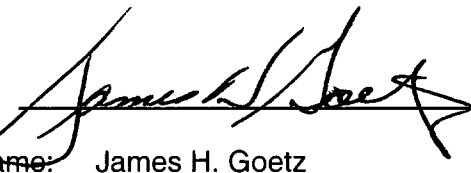
By: 

Name: Warren K. Higginbotham

Title: Vice President

Date: October 26, 2006

THE DAVID J. JOSEPH COMPANY

By: 

Name: James H. Goetz

Title: Executive Vice President & CFO

Date: October 20, 2006

STATE OF WEST VIRGINIA)
COUNTY OF Putnam)

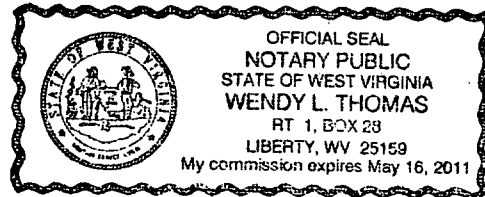
SS:

The foregoing instrument was acknowledged before me this 26 day of October, 2006, by Warren K. Higginbotham, the Vice President of Rail Connection, Inc. a West Virginia corporation, on behalf of the corporation.

Wendy L Thomas
Notary Public

My Commission expires:

May 16, 2011



STATE OF OHIO)
COUNTY OF HAMILTON)

SS:

The foregoing instrument was acknowledged before me this 20th day of October, 2006, by James H. Goetz, the Executive Vice President and Chief Financial Officer of The David J. Joseph Company, a Delaware corporation, on behalf of the corporation.

Barbara A. Brzezicki
Notary Public

My Commission expires:

2-20-11



BARBARA A. BRZEZICKI
Notary Public, State of Ohio
My Commission Expires 02-20-11

EXHIBIT A

To the Memorandum of Lease dated October 20, 2006, between Rail Connection, Inc. and The David J. Joseph Company.

DESCRIPTION OF UNITS

Fifteen (15), railcars bearing reporting marks:

APPX	5030
APPX	5031
APPX	5033
APPX	5034
APPX	5035
APPX	5036
APPX	5038
APPX	5040
APPX	5041
APPX	5042
APPX	5043
APPX	5047
APPX	5048
APPX	5050
APPX	5051